

1 INTRODUCTION

1.1 Project Location and Setting

The Newport Banning Ranch site (Project Site) is an approximately 401 acre site located north of West (Pacific) Coast Highway, south of 19th Street, east of the Santa Ana River, and west of developed urban areas in the City of Newport Beach and City of Costa Mesa. Exhibit 1-1, "Regional Setting Map," and Exhibit 1-2, "Vicinity Map," illustrate the Project Site's location.

Approximately 41 acres of the Project Site are located within the City of Newport Beach (City). Approximately 360 acres of the Project Site are located in unincorporated Orange County, within the City's Sphere of Influence (SOI). The entire Project Site is located within the California Coastal Zone as defined by the California Coastal Act (Coastal Act). The Project Site is surrounded by existing residential, industrial, institutional and open space land uses, as illustrated in Exhibit 1-3, "Surrounding Land Uses and Neighborhoods Map," and as described below.

- The Talbert Nature Preserve, an existing nature preserve and open space use, is located adjacent to the northerly boundary of the Project Site.
- Existing restored wetlands owned by the U.S. Army Corps of Engineers are located adjacent to the northwestern boundary of the Project.
- The Semeniuk Slough and the adjacent Newport Shores residential area are adjacent to the southwestern boundary of the Project Site.
- The residential communities of Newport Crest and Newport Knolls, and the City of Newport Beach Sunset Ridge Park site, are located adjacent to the southeastern boundary of the Project Site.
- The residential communities of Newport Terrace and California Seabreeze are located adjacent to the northeastern boundary of the Project Site. Light industrial uses and a vacant site owned by the Newport-Mesa Unified School District are located adjacent to the eastern boundary of the Project Site.
- West Coast Highway abuts the southern boundary of the Project Site.
- The Lido Sands residential community and other West Newport Beach residential neighborhoods are located south of and adjacent to West Coast Highway.

1.2 Purpose and Intent

The Project Site is within the boundaries of the Newport Banning Ranch Planned Community Development Plan (NBR-PC) which provides the land use and development regulations for the Project Site. The NBR-PC requires that a Master Development Plan be approved by the City for the entire 401 acre Project Site prior to any development. The purpose and intended use of the Newport Banning Ranch Master Development Plan (NBR-MDP) are to:

- Establish a master plan of land use for the Project Site and development plans for each land use component to include a general layout of streets and infrastructure, a grading concept, and development plans for residential, visitor serving resort, park, and commercial land use.
- Establish the design criteria for development of each land use component within the Project Site with a sufficient level of detail to guide the City's review of subsequent development approvals as required by the NBR-PC including but not limited to grading permits, Site Development Review, and construction-level permits.
- Comply with the provisions of the NBR-PC which require City approval of a Master Development Plan prior to issuance of any grading or construction permit for development of any portion of the Project Site.
- Comply with the provisions of the NBR-PC which requires approval of a Coastal Development Permit by the California Coastal Commission by serving as an application for a Coastal Development Permit, consistent with the requirements of the NBR-PC for approval by the Coastal Commission of a Master Coastal Development Permit.

1.3 Land Use and Site Planning Areas

Land use designations within the NBR-MDP consist of the following three major land use categories:

1. Open Space Preserve, which includes permanent open space and public trails;
2. Parklands, which include a public community park and public bluff parks and interpretive parks; and

3. Villages and Colonies which include residential, commercial, and visitor-serving uses. The Villages and Colonies include:
 - a. North Family Village and South Family Village residential development areas;
 - b. Urban Colony mixed use residential and commercial development area; and
 - c. Resort Colony visitor serving resort and residential development area.

Land use areas of the NBR-MDP are further described as geographic Site Planning Areas (SPAs). The land use plan and Site Planning Areas of the NBR-MDP are illustrated in Exhibit 1-4, "Site Planning Areas Map" and described in Exhibit 1-5, "Site Planning Areas Table."

The NBR-MDP addresses the requirements of NBR-PC Section 4.4.2, "Contents of Master Development Plan" and contains project development plans describing the location and layout for public streets, private alleys and access, single-family residential lots, lots for single family attached, multi-family residential, and commercial development, pedestrian pathways, parks, and other development components of the Project Site. The NBR-MDP includes plans for roadway and infrastructure improvements necessary to serve the Project including domestic water facilities, sewer facilities, drainage and water quality management facilities, and other utilities. The NBR-MDP also includes a plan for grading of development areas and public open space trails as well as details for habitat restoration within the permanent open space areas of the Project Site.

1.4 Applicability

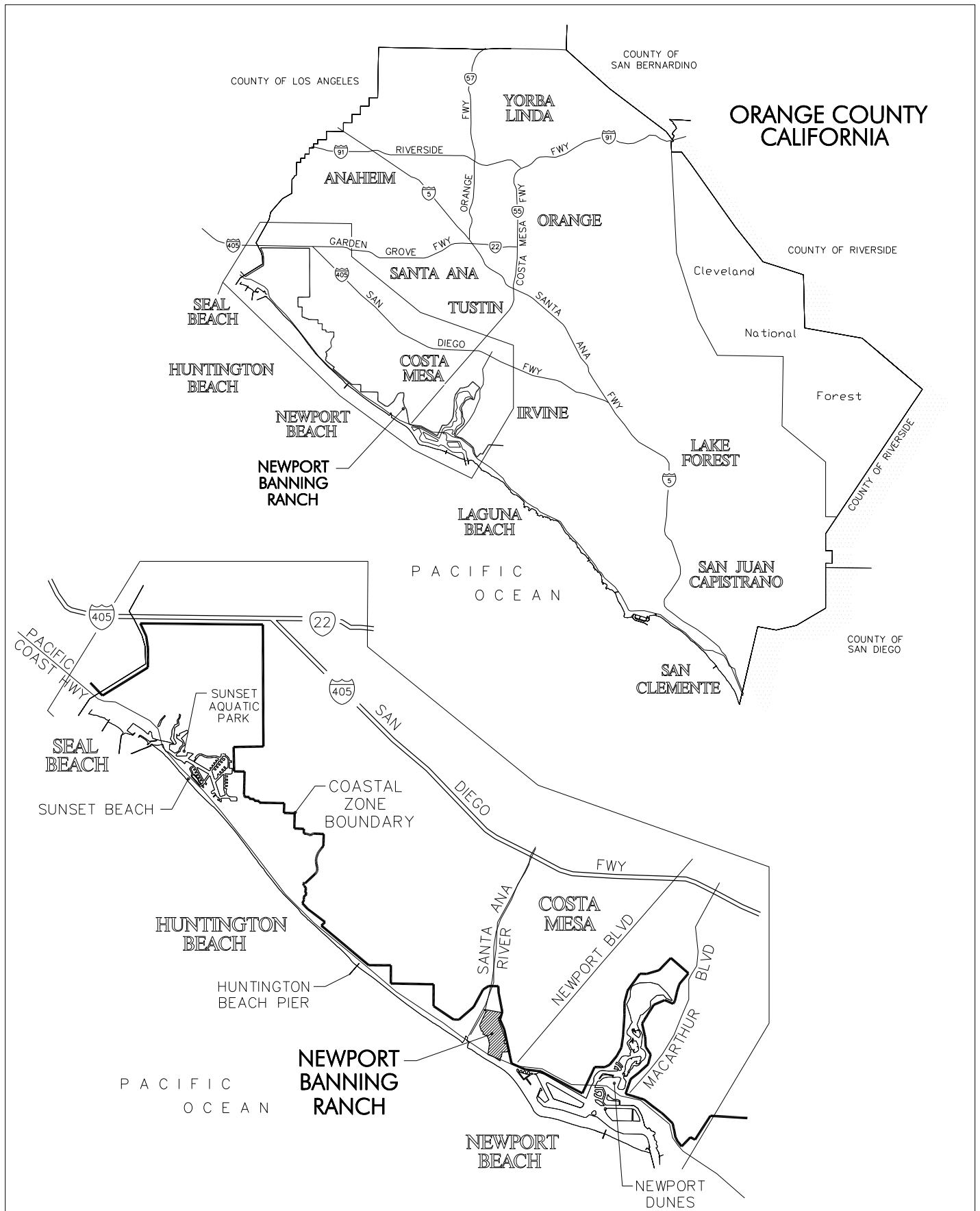
All development activity within the Project Site is subject the requirements of the design and development criteria established in the NBR-MDP excepting City implemented projects, and continuing oil production activities to be located within the Consolidated Oil Sites which are regulated by the State Division of Gas and Geothermal Resources (DOGGR). When used in the NBR-MDP, the words "shall," "must," "will," "is to," and "are to" are always mandatory, and "may" is permissive. The present tense includes the past and future tenses; and the future tense includes the present. The singular number includes the plural number, and the plural the singular, unless the common meaning of the word indicates otherwise. The words "includes" and "including" shall mean "including, but not limited to."

1.5 Master Development Plan Organization and Contents

The NBR-MDP is formatted to be consistent with the requirements of the NBR-PC and is, organized as follows:

- Chapter 1, Introduction – describes the project location and setting, the purpose and intent of the NBR-MDP, and defines the Site Planning Areas of the NBR-MDP.
- Chapter 2, Existing Conditions – describes the physical characteristics of the Project Site, including access and visibility, topography and landform, visual character, geotechnical conditions, oil operations, drainage and jurisdictional wetlands, and vegetation.
- Chapter 3, Land Use and Development Plans – describes the land use and development plans for each of the following major land use components of the NBR-MDP.
 - Open Space Preserve – describes the Open Space Preserve components of the NBR-MDP, which includes Upland and Lowland Habitat Conservation, Restoration, and Mitigation Areas, Public Interpretive Trails, Drainage Management Areas, Consolidated Oil Sites (Interim Use), and Oil Site Planting Buffers.
 - Parklands – describes the public park components of the NBR-MDP, which include a Public Community Park, a Public Bluff Park, and Public Interpretive Parks.
 - Villages and Colonies – describe the residential commercial, and resort components of the NBR-MDP, which include the North and South Family Villages, the Urban Colony, and the Resort Colony.
- Chapter 4, Master Trails and Coastal Access Plan – describes the Project’s public trails and coastal access plan, including the connections to off-site trails, trailheads, public interpretive areas, and pedestrian bridge over West Coast Highway.
- Chapter 5, Master Landscape Plan – describes the Project’s landscape zones, streetscape plans, street signage and light fixtures, walls, fencing, and monumentation plans, and the design requirements to ensure land use compatibility between the Project and adjacent land use, and the design features of the MDP to buffer new land uses from continuing oil production operations.
- Chapter 6, Architectural Design Guidelines – describes the design and character for residential housing types, provides concept design plans and architectural character for the visitor serving resort facility and portions of the mixed use commercial and residential uses. This chapter also includes a master architectural color palette for the Project.

- Chapter 7, Landform Restoration and Grading Plan – describes existing topographical and geotechnical conditions within the Project Site and the plans for bluff/slope restoration, the grading plan infrastructure and development, areas, the disposition of remediated soil, and minor grading for public open space trails.
- Chapter 8, Master Roadway and Infrastructure Plans – describes the master plan of roadway improvements for the Project and the plans for domestic water distribution, wastewater collection and disposal, drainage facilities, and dry utilities and services.
- Chapter 9, Water Management Plans – describes the master drainage plan and a comprehensive Water Quality Management Plan for the Project.
- Chapter 10, Implementation – describes the requirements for implementation of land use development through the requirements for subsequent City approvals and Coastal Commission approvals and describes the procedures for administering the NBR-MDP.
- Chapter 11, Definitions – defines the terms and acronyms that are used in the NBR-MDP.
- Appendices – The Appendices section contains five technical implementation plans and programs:
 - A. NBR Habitat Restoration Plan (HRP);
 - B. NBR Fire and Life Safety Program (FLSP);
 - C. NBR Plant Palette;
 - D. NBR Green and Sustainable Program (GSP); and
 - E. Tentative Tract Map No. 17308.



MASTER DEVELOPMENT PLAN
City of Newport Beach - California

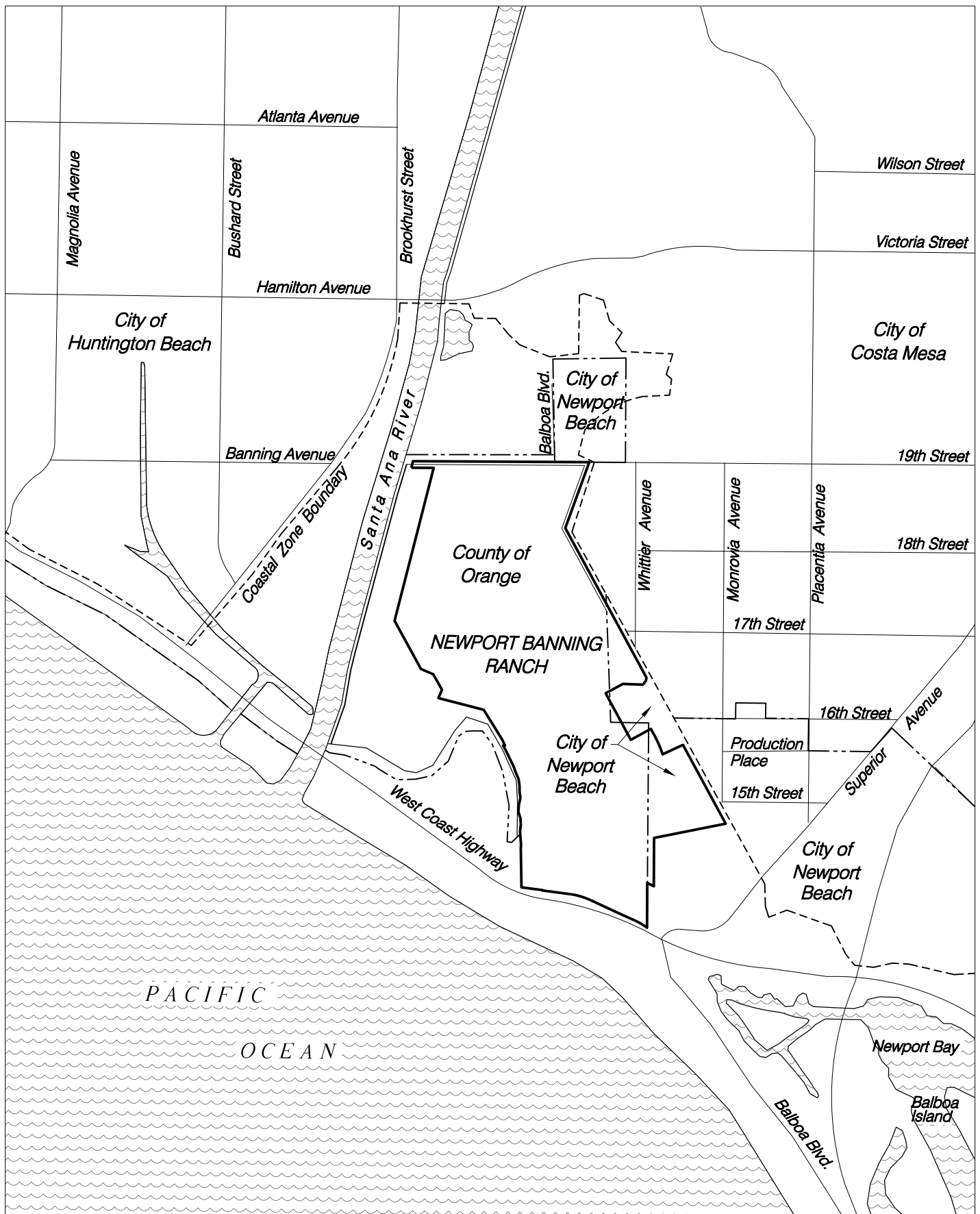


GLENN LUKOS ASSOCIATES



2009-12-17

Exhibit 1-1 Regional Setting Map



MASTER DEVELOPMENT PLAN
City of Newport Beach - California



GLEN LUKOS ASSOCIATES



2009-12-17

Exhibit 1-2 Vicinity Map



Exhibit 1-3 Surrounding Land Uses and Neighborhoods Map



MASTER DEVELOPMENT PLAN
City of Newport Beach - California

GLENN LUKOS ASSOCIATES



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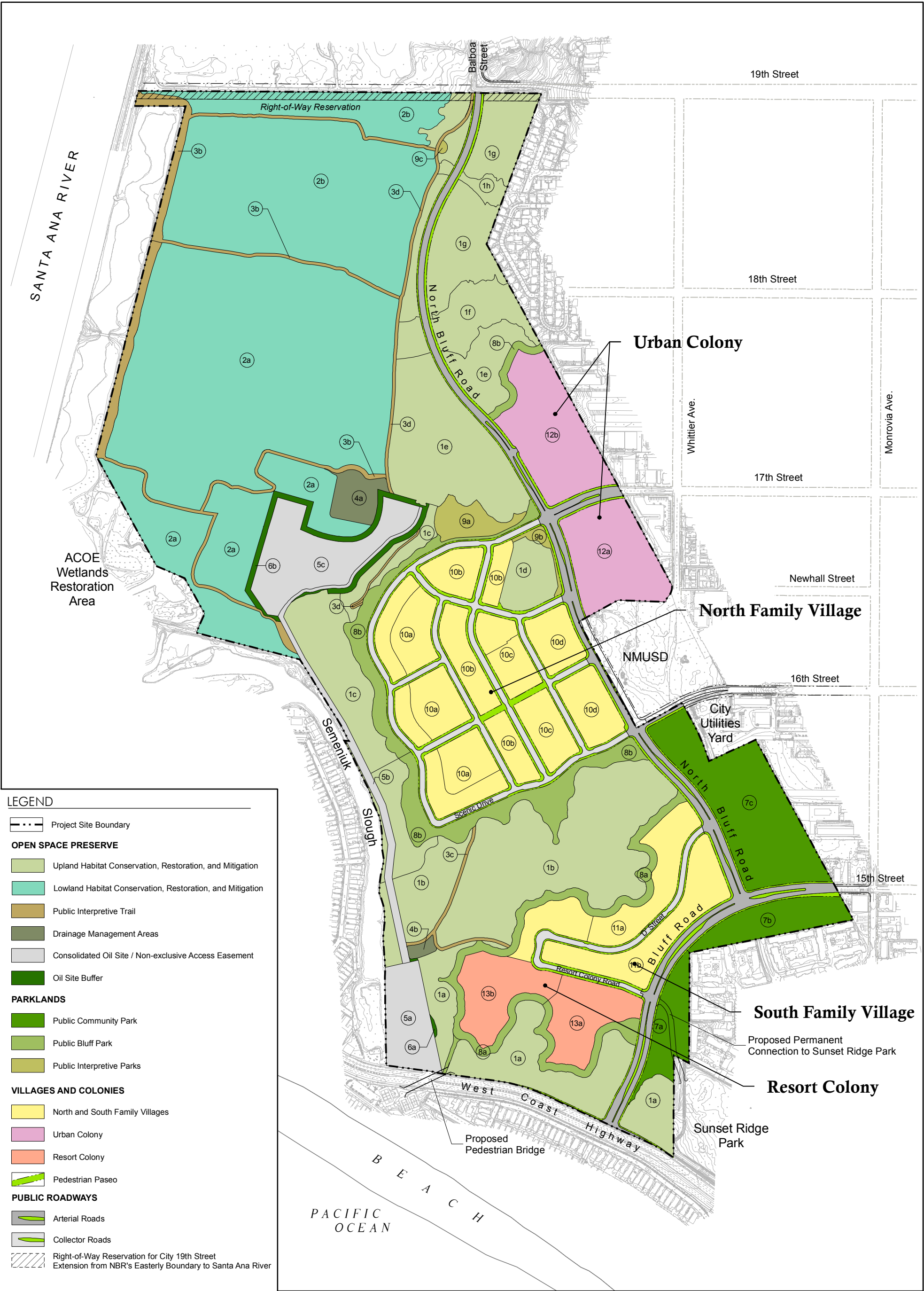


EXHIBIT 1-5

SITE PLANNING AREAS TABLE
Newport Banning Ranch

LAND USE DISTRICT	SITE PLANNING AREA		GROSS ACRES (1)	NET ACRES (1)
	No.	Description		
OPEN SPACE PRESERVE				
1. UPLAND HABITAT CONSERVATION, RESTORATION, AND MITIGATION AREAS				
UOS/PTF	1a	West Coast Highway Bluff Area	15.3	14.3
UOS/PTF	1b	Southern Arroyo CSS / Grassland Area	28.3	28.0
UOS/PTF	1c	Scenic Bluff CSS / Grassland Area	13.0	13.0
UOS/PTF	1d	Vernal Pool Preservation Area	3.2	3.2
UOS/PTF	1e	South Upland CSS / Grassland Area	19.4	18.1
UOS/PTF	1f	Northern Arroyo Grassland Area	5.8	5.5
UOS/PTF	1g	North Upland CSS / Grassland Area(3)	16.3	13.5
UOS/PTF	1h	Minor Arroyo Grassland Area	1.2	1.1
Subtotal			102.5	96.7
2. LOWLAND HABITAT CONSERVATION, RESTORATION, AND MITIGATION AREAS				
LOS/PTF	2a	Southerly Habitat Mitigation/Protection Area	75.8	75.8
LOS/PTF	2b	Northerly Habitat Mitigation/Protection Area(3)	42.6	40.3
Subtotal			118.4	116.1
3. PUBLIC INTERPRETIVE TRAILS				
LOS/PTF	3a	Bluff Toe Trail(2)	–	–
LOS/PTF	3b	Lowland Interpretive Trail(3)	7.3	7.1
UOS/PTF	3c	Southern Arroyo Trail	0.7	0.7
UOS/PTF	3d	Upland Interpretive Trail	1.5	1.5
Subtotal			9.5	9.3
4. DRAINAGE MANAGEMENT AREAS				
LOS/PTF	4a	Water Quality Basin	2.2	2.2
UOS/PTF	4b	Diffuser Basin / Habitat Area	0.4	0.4
Subtotal			2.6	2.6
5. CONSOLIDATED OIL SITES (Interim Use)				
OF	5a	Southerly Oil Operations Site	4.8	4.8
OF	5b	Oil Access Road (Non-exclusive Access Easement)	3.1	3.1
OF	5c	Northerly Oil Operations Site	8.6	8.6
Subtotal			16.5	16.5
6. OIL SITE BUFFERS				
UOS/PTF	6a	Southerly Oil Site Planting Buffer	0.1	0.1
LOS/PTF	6b	Northerly Oil Site Planting Buffer	2.7	2.7
Subtotal			2.8	2.8
SUBTOTAL OPEN SPACE PRESERVE			252.3	244.0

EXHIBIT 1-5 (continued)

SITE PLANNING AREAS TABLE
Newport Banning Ranch

LAND USE DISTRICT	SITE PLANNING AREA		GROSS ACRES (1)	NET ACRES (1)
	No.	Description		
PARKLANDS				
7. PUBLIC COMMUNITY PARKS				
CP	7a	South Community Park	5.0	3.7
CP	7b	Central Community Park	5.9	4.5
CP	7c	North Community Park	15.9	13.5
Subtotal			26.8	21.7
8. PUBLIC BLUFF PARKS				
BP	8a	South Bluff Park	7.3	6.9
BP	8b	North Bluff Park	13.6	10.6
Subtotal			20.9	17.5
9. PUBLIC INTERPRETIVE PARKS				
IP	9a	Nature Center	2.2	2.2
IP	9b	Vernal Pool Interpretive Area	1.4	0.6
IP	9c	Talbert Trailhead Area	0.1	0.1
Subtotal			3.7	2.9
SUBTOTAL PARKLANDS			51.4	42.1
VILLAGES AND COLONIES				
10. NORTH FAMILY VILLAGE				
RL	10a	Single-Family Detached Residential	17.1	13.4
RL/M	10b	Single-Family Detached Residential	11.8	8.1
RM	10c	Single-Family Detached Residential	8.3	6.0
RM	10d	Multi-Family Attached Residential	8.8	5.9
Subtotal			46.0	33.4
11. SOUTH FAMILY VILLAGE				
RL	11a	Single-Family Detached Residential	9.0	7.6
RM	11b	Single-Family Detached Residential	10.2	6.8
Subtotal			19.2	14.4
12. URBAN COLONY				
MUR	12a	Multi-Family Attached Residential/Mixed-Use Commercial	9.8	8.5
MUR	12b	Multi-Family Attached Residential/Mixed-Use Commercial	11.1	9.8
Subtotal			20.9	18.3
13. RESORT COLONY				
VSR/R	13a	Resort Hotel (75 Guest Rooms/ Spa/ Fitness Center/ Restaurants/ Shops)	5.7	5.2
VSR/R	13b	Multi-Family Attached Residential	5.6	5.4
Subtotal			11.3	10.6
SUBTOTAL VILLAGES AND COLONIES			97.4	76.7
TOTAL PROJECT			401.1	362.8

EXHIBIT 1-5 (continued)

SITE PLANNING AREAS TABLE FOOTNOTES
Newport Banning Ranch

- (1) Gross Acres of Site Planning Areas are measured to the centerlines of all public roads where such roads are shown on the Master Development Plan. Net Acres of Site Planning Areas are measured to edges of the right-of-ways of all public roads where such roads are shown on the Master Development Plan (i.e., Net Acres exclude public road rights-of-way).
- (2) The Bluff Toe Trail is located within the non-exclusive access easement identified as SPA 5b, Oil Access Road.
- (3) The Right-of-Way Reservation for the 19th Street Extension, from the Project Site's easterly boundary to the Santa Ana River, encompasses approximately 3.1 total acres, including approximately 0.6 acres of SPA 1g, 2.3 acres of SPA 2b, and 0.2 acres of SPA 3b.

